FORM D



UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 FORM D

NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D, SECTION 4(6), AND/OR

UNIFORM LIMITED OFFERING EXEMPTION

1		
		1
	SECU	ISE ONLY
	Prefix	Serial
	1 1	

MD

DATE RECEIVED

Name of Offering (□ ch	eck if this is an amendment and name has changed	l, and indicate	change.)	
Private Placement of S	eries A Preferred Stock			
Filing Under (Check box	k(es) that apply): 🗆 Rule 504 🗀 Rule 505 🗷 F	Rule 506 🗆 S	Section 4(6) 🗷 ULOE	
Type of Filing: New 1	Filing			
	A. BASIC	IDENTIFICA	TION DATA	207.0.2.000
1. Enter the information	requested about the issuer			JULI 2 8 2005
Name of Issuer (☐ chec	k if this is an amendment and name has changed, a	nd indicate cha	ange.)	
Community First Prop	erties, Inc.			
Address of Executive Of	ffices (Number and Street, City, State, Zip Code)		Telephone Number (Inc	cluding Area Code) FINANCIAL
501 S. James M. Camp	bell Blvd., Columbia, Tennessee 38401		(931) 490-3400	C 10 00 00 00 00 00 00 00 00 00 00 00 00
Address of Principal Bu	siness Operations (Number and Street, City, State,	Zip Code) (if	Telephone Number (Inc	eluding Area (Code)
different from Executive	e Offices)		İ	1000
			<u> </u>	
Brief Description of Bus				2 2 20
Real Estate Investment				To ZORE
Type of Business Organ				
■ corporation	☐ limited partnership, already formed	☐ other (p	lease specify): limited lial	bility company
☐ business trust	☐ limited partnership, to be formed			bility company 1973 CTON
		Month	Year	32
	e of Incorporation or Organization:	1	2005	🗷 Actual 🖫 Estimated
Jurisdiction of Incorpora	ition or Organization: (Enter two-letter U.S. Postal	Service abbre	viation for State:	

GENERAL INSTRUCTIONS

Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6)

CN for Canada; FN for other foreign jurisdiction)

When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required. Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

State:

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

<u>ATTENTION</u>

Failure to file notice in the appropriate states will result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

A. BASIC IDENTIFICATION DATA
2. Enter the information requested for the following:
• Each promoter of the issuer, if the issuer has been organized within the past five years;
• Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer;
• Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issues; and
Each general and managing partner of partnership issuers.
Check all box(es) that apply: ☐ Promoter ■ Beneficial Owner ☐ Executive Officer ☐ Director ☐ General and/or Managing Partner
Full Name (Last name first, if individual)
CFBT Investments, Inc.
Business or Residence Address (number and Street, City, State, Zip code)
3993 Howard Hughes Parkway, Suite 250, Las Vegas, NV 89109
Check all box(es) that apply: \square Promoter \square Beneficial Owner \boxtimes Executive Officer \boxtimes Director \square General and/or Managing Partner
Full Name (Last name first, if individual)
Carl Campbell
Business or Residence Address (number and Street, City, State, Zip code)
501 S. James M. Campbell Blvd., Columbia, Tennessee 38401
Check all box(es) that apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner
Full Name (Last name first, if individual)
Tracy Rinks
Business or Residence Address (number and Street, City, State, Zip code)
501 S. James M. Campbell Blvd., Columbia, Tennessee 38401
Check all box(es) that apply: ☐ Promoter ☐ Beneficial Owner ☐ Executive Officer ☑ Director ☐ General and/or Managing Partner
Full Name (Last name first, if individual)
Mike Saporito
Business or Residence Address (number and Street, City, State, Zip code)
501 S. James M. Campbell Blvd., Columbia, Tennessee 38401
Check all box(es) that apply: ☐ Promoter ☐ Beneficial Owner ☐ Executive Officer ☐ Director ☐ General and/or Managing Partner
Full Name (Last name first, if individual)
Fred White
Business or Residence Address (number and Street, City, State, Zip code)
501 S. James M. Campbell Blvd., Columbia, Tennessee 38401
Check all box(es) that apply: ☐ Promoter ☐ Beneficial Owner ☐ Executive Officer ☑ Director ☐ General and/or Managing Partner
Full Name (Last name first, if individual)
Allan Pressnell
Business or Residence Address (number and Street, City, State, Zip code)
501 S. James M. Campbell Blvd., Columbia, Tennessee 38401

					B. INFORM	AATION A	BOUT OF	FERING				
1. Has	s the issuer	sold, doeş ı					vestors in th		?	Yes □	No E	
2. Wh	2. What is the minimum investment that will be accepted from any individual?											
3. Do	3. Does the offering permit joint ownership of a single unit?									Yes 	No	
or a per	meration for a base of a b	or solicitation roker or des isted are as ame first, i	on of purch aler registe sociated pe	asers in cor red with the ersons of su	nnection wi se SEC and/	th sales of or with a st	securities in ate or states	the offering the na	ig. If a pers me of the b		ed is an as ler. If mor	sociated person e than five (5)
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	ss or Reside				, City, Stat	e, Zip Code	2)					
Name	of associate	d Broker o	r Dealer									
	Which Per "All States										🗆 A	II States
[AL] [IL] [MT] [RI]	[AK] [IN] [NE] [SC]	[AZ] [IA] [NV] [SD]	[AR] [KS] [NH] [TN]	[CA] [KY] [NJ] [TX]	[CO] [LA] [NM] [UT]	[CT] [ME] [NY] [VT]	[DE] [MD] [NC] [VA]	[DC] [MA] [ND] [WA]	[FL] [MI] [OH] [WV]	[GA] [MN] [OK] [WI]	[HI] [MS] [OR] [WY]	[ID] [MO] [PA] [PR]
Full Na	ame (Last n	ame first, i	f individua	1)								
State in	ss or Reside Which Per All States	rson Listed	Has solicit	ed or Inten	ds to Solici	t Purchaser	S	,,,,,			🗆 A	Il States
[AL] [IL] [MT] [RI]	[AK] [IN] [NE] [SC]	[AZ] [IA] [NV] [SD]	[AR] [KS] [NH] [TN]	[CA] [KY] [NJ] [TX]	[CO] [LA] [NM] [UT]	[CT] [ME] [NY] [VT]	[DE] [MD] [NC] [VA]	[DC] [MA] [ND] [WA]	[FL] [MI] [OH] [WV]	[GA] [MN] [OK] [WI]	[HI] [MS] [OR] [WY]	[ID] [MO] [PA] [PR]

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS 1. Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if answer is "none" or "zero." If the transaction is an exchange offering, check this box 🗆 and indicate in the columns below the amount of the securities offered for exchange and already exchanged. Aggregate Amount Already Type of Security Offering Pric Debt..... Equity..... ☐ Common 🗷 Preferred Convertible Securities (including warrants) Partnership Interests..... Other..... Total..... \$ 125,000 Answer also in Appendix, column 3, if filing under ULOE. 2. Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero." Aggregate Number of Dollar Amount Type of Security - Preferred Stock of Purchases Investors Accredited Investors..... 125 125,000 Non-Accredited Investors.... 0 Total (for filings under Rule 504 only) Answer also in Appendix, Column 4, if filing under ULOE. If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings 3. of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C Question 1. Dollar Amount Type of Type of Offering Security 5 4 1 Sold Rule 505..... Regulation A..... Rule 504..... N/A Total..... N/A A. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts 4. relating solely to organization expenses of this issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.

Printing and Engraving Costs. □ \$0

Legal Fees. □ \$35,000

Accounting Fees. □ \$0

Engineering Fees. □ \$0

Sales Commissions (specify finders' fees separately) □ \$6,250

Other Expenses(identify) Consulting fees and expenses □ \$21,250

5. Indicate below the amount of the adjusted gross proceeds to the issuer used or proposed to be used for each of the purposes shown. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payment listed must equal the adjusted gross proceeds to the issuers set forth in response to Part C-Question 4.b. above. Payments to Officers. Payments to Officers. Payments to Officers & Payments of Officers of Payments of Officers	1 2 1 1	used or proposed to be used or proposed to the left of the esting the adjusted gross proce	ised for each of the purposes shown. If the is not known, furnish an estimate and che imate. The total of the payment listed mu	eck the st equal		
Salaries and fees						
Purchase of real estate					Officers, Directors &	Payments to Others
Purchase, rental or leasing and installation of machinery and equipment \$\begin{array}{ c c c c c c c c c c c c c c c c c c c					0	□ \$ <u> </u>
Construction or leasing of plant buildings and facilities \$\ 0 \						
Acquisition of other business (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger) \$ 0 \$ \$ 0 \$ \$ 0 \$ \$ 0 \$ \$ \$ 0 \$ \$ \$ 0 \$ \$ \$ 0 \$ \$ \$ \$ 0 \$ \$ \$ \$ \$ 0 \$ \$ \$ \$ \$ 0 \$ \$ \$ \$ \$ 0 \$ \$ \$ \$ \$ 0 \$ \$ \$ \$ \$ 0 \$ \$ \$ \$ \$ 0 \$ \$ \$ \$ 0 \$ \$ \$ \$ \$ 0 \$ \$ \$ \$ \$ 0 \$ \$ \$ \$ \$ 0 \$ \$ \$ \$ \$ 0 \$ \$ \$ \$ \$ 0 \$ \$ \$ \$ \$ 0 \$ \$ \$ \$ \$ 0 \$ \$ \$ \$ \$ 0 \$ \$ \$ \$ \$ 0 \$ \$ \$ \$ \$ 0 \$ \$ \$ \$ \$ 0 \$ \$ \$ \$ \$ 0 \$ \$ \$ \$ \$ 0 \$ \$ \$ \$ \$ 0 \$ \$ \$ \$ \$ 0 \$ \$ \$ \$ 0 \$ \$ \$ \$ 0 \$ \$ \$ \$ 0 \$ \$ \$ \$ 0 \$ \$ \$ \$ 0 \$ \$ \$ \$ 0 \$ \$ \$ \$ \$ 0 \$ \$ \$ \$ 0 \$ \$ \$ \$ 0 \$ \$ \$ \$ 0 \$ \$ \$ \$ 0 \$ \$ \$ \$ 0 \$ \$ \$ \$ 0 \$ \$ 0 \$ \$ 0 \$ \$ 0 \$ \$ 0 \$ \$ 0 \$ \$ 0 \$ \$ 0 \$ \$ 0 \$ \$ 0 \$ \$ 0 \$ \$ 0 \$ \$ 0 \$ \$ 0 \$ \$ 0 \$ \$						
offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger) Repayment of indebtedness. Working Capital. Other (specify) Column totals. D. FEDERAL SIGNATURE The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the oblowing signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission upon written requestis staff, the information furnished by the issuer to any non-predited investor pursuant to paragraph (b)(2) of Rule 502. Signature Community First Properties, Inc. Title (Print or Type) Title (Print or Type) Title (Print or Type)					0	□ \$ <u> </u>
pursuant to a merger) \$ 0						
Repayment of indebtedness. Working Capital					_	
Working Capital						· — — — — — — — — — — — — — — — — — — —
Other (specify) Column totals D. FEDERAL SIGNATURE The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the llowing signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission upon written requests staff, the information furnished by the issuer to any non-corrective investor pursuant to paragraph (b)(2) of Rule 502. Signature October 21, 2005 Title (Print or Type) Title (Print or Type)						
Total payments listed (column totals added) D. FEDERAL SIGNATURE The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the llowing signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission upon written requests staff, the information furnished by the issuer to any non-correlated investor pursuant to paragraph (b)(2) of Rule 502. Signature Title (Print or Type) Title (Print or Type) Title (Print or Type)		•				
Total payments listed (column totals added) D. FEDERAL SIGNATURE The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the allowing signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission upon written request is staff, the information furnished by the issuer to any non-predited investor pursuant to paragraph (b)(2) of Rule 502. Signature Title (Print or Type) Title (Print or Type) Title (Print or Type)		• '		· 		
D. FEDERAL SIGNATURE the issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the slowing signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission upon written requests staff, the information furnished by the issuer to any non-peredited investor pursuant to paragraph (b)(2) of Rule 502. Signature Date October 21, 2005 Title (Print or Type)	Column tota	ıls		⊔\$_	0	≥ \$ <u>62,500</u>
the issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission upon written requests staff, the information furnished by the issuer to any non-corredited investor pursuant to paragraph (b)(2) of Rule 502. Signature Community First Properties, Inc. Title (Print or Type) Title (Print or Type)	Total paym	ents listed (column total	s added)		<u>\$</u> 6	<u>62,500</u>
billowing signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission upon written requests staff, the information furnished by the issuer to any non-predicted investor pursuant to paragraph (b)(2) of Rule 502. Signature Community First Properties, Inc. Title (Print or Type) Title (Print or Type)			D. FEDERAL SIGNATUR	Œ		
Community First Properties, Inc. Same (Print or Type) October 21, 2005 Title (Print or Type)	ollowing signature c	onstitutes an undertakir	ng by the issuer to furnish to the U.S. Secu	rities and Exch	ange Commissio	n upon written request
ame (Print or Type) Title (Print or Type)			Signature	1		
			Leafx xuglis	Oct	<u>2005, بدہ</u> ober	
ari Campbell President	ame (Print or Type))	Title (Print or Type)			
	arl Campbell		President			

ATTENTION

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

1.	Is any party described in 17 CFR 230.252 (c the disqualification provisions of such rule), (d), (e) or (f) presently subject to any of			Œ
	See	e Appendix, Column 5, for state response.			
2.	The undersigned issuer undertakes to furnish CFR 239.500) at such times as required by s		which this notice is filed, a	notice on l	Form D (17
3.	The undersigned issuer hereby undertakes to issuer to the offerees.	o furnish to the state administrators, upon v	ritten request, information	furnished	by the
4.	The undersigned issuer represents that the is. Limited Offering Exemption (ULOE) of the this exemption has the burden of establishing	state in which this notice is filed and unde	rstands that the issuer clair		
	uer has read this notification and knows the co- gned duly authorized person.	ontents to be true and has duly caused this r	notice to be signed on its be	ehalf by the	;
Issuer (l	Print or Type) Signa	ature / / / /	Date		
	unity First Properties, Inc.	Carp Republ	October 2/, 2005		
Name (Print or Type) Title	(Print or Type)			

President

E. STATE SIGNATURE

Yes

No

Instruction:

Carl Campbell

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

				APPEND	IX			
1	2	3			4			5
	Intend to Sell to non-accredited investors in State (Part B-Item 1)	Type of Security and Aggregate offering price offered in state (Part C-Item 1)		amount pu	Investor and irchased in State C - Item 2)	Disqua (lification under State ULOE If yes, attach explanation of waive granted) (Part E - Item 1)	
State	Yes No		No. of accredited Investors	Amount	No. of non-accredited Investors	Amount	Yes	No
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AK	X							
AZ	X							
AR	X							
CA	X	ļ						
CO	X		!				├ ──┼	
CT DE	X		1				+ +	
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FL	X		6	\$6,000		 	 	X
GA	X		101	\$101,000			1 1	X
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